

# ULTIMATE SIX

ISSUE  
**2**



ULTIMATE  
SPIDER-MAN<sup>®</sup>  
AND  
THE  
ULTIMATES<sup>™</sup>

BENDIS  
HAIRSINE  
MIKI

**MARVEL<sup>®</sup>**



Peter Parker  
Spider-Man



Steve Rogers  
Captain America



Henry Pym  
Giant Man



Tony Stark  
Iron Man



Janet Pym  
Wasp



Thor  
Thor



Clint Barton  
Hawkeye



Natasha Romanov  
Black Widow



Norman Osborn  
Green Goblin



Max Dillon  
Electro



Flint Marko  
Sandman



Otto Octavius  
Doctor Octopus



Sergei Kravinoff  
Kraven the Hunter



The bite of a genetically altered spider granted high-school student Peter Parker incredible, arachnid-like powers: strength, agility, a spider-like sixth sense warning him of personal danger, and most amazing of all-- Peter can walk on walls. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Captain America, Iron Man, The Wasp, Thor, Hawkeye, The Black Widow, and Giant Man are THE ULTIMATES!! Brought together by the espionage agency known as S.H.I.E.L.D., The Ultimates serve as a super hero defense initiative protecting the world from whatever threatens to destroy it!

## PREVIOUSLY IN ULTIMATE SIX

After being apprehended by Spider-Man, Norman Osborn (The Green Goblin), Dr. Otto Octavius (Dr. Octopus), Flint Marko (Sandman), Max Dillon (Electro) and Sergei Kravinoff (Kraven the Hunter) are being held in a S.H.I.E.L.D. containment center.

All five have a chip on their shoulder towards Spider-Man, but none as big as Norman Osborn's. Trying to repeat the process that made Peter Parker the Amazing Spider-Man, Norman Osborn turned himself into the monstrous Green Goblin. Norman began to obsess over Peter, seeing him as a more worthy son than his actual son Harry.



S t a n   l e e   p r e s e n t s :

# ULTIMATE SIX

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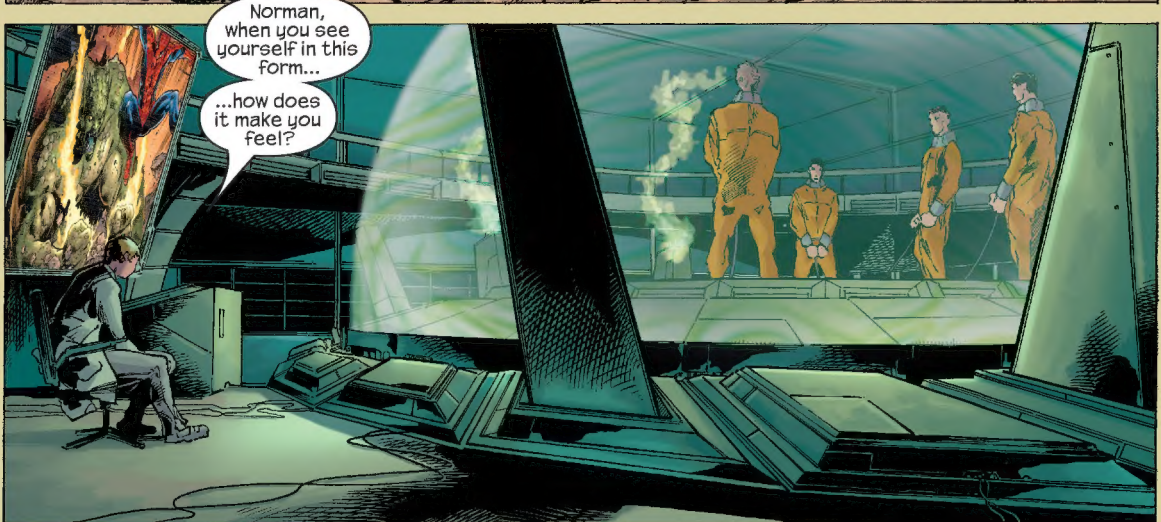
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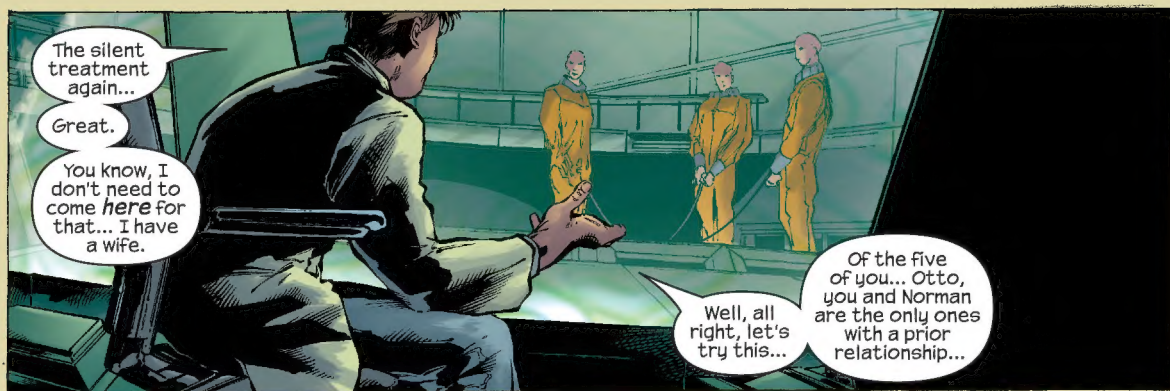
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The silent treatment again...

Great.

You know, I don't need to come *here* for that... I have a wife.

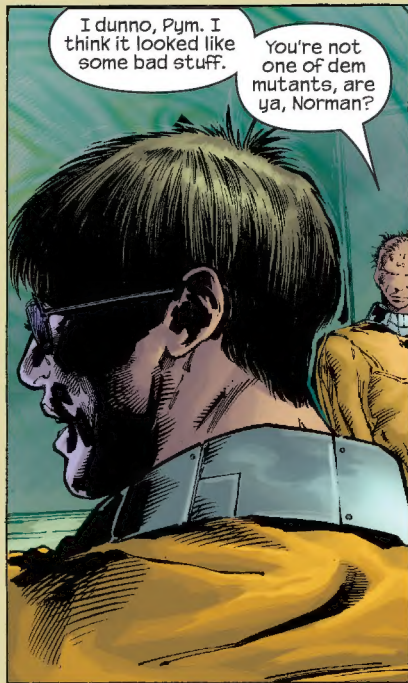
Well, all right, let's try this...

Of the five of you... Otto, you and Norman are the only ones with a prior relationship...



Otto, how does it make you feel when you see what your former employer has done to himself?

What he is capable of?



I dunno, Pym. I think it looked like some bad stuff.

You're not one of dem mutants, are ya, Norman?

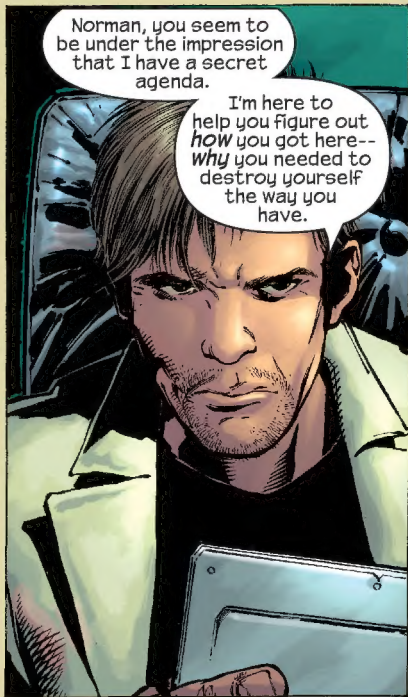


Wait your turn, Max.

Norman, if you'd like, tell the group exactly what you had done to yourself.



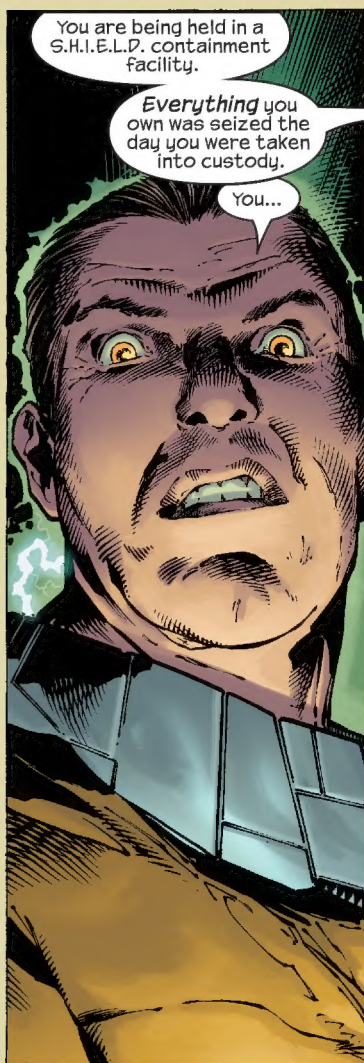
Why don't you ask me what you *really* want to ask me, Pym?



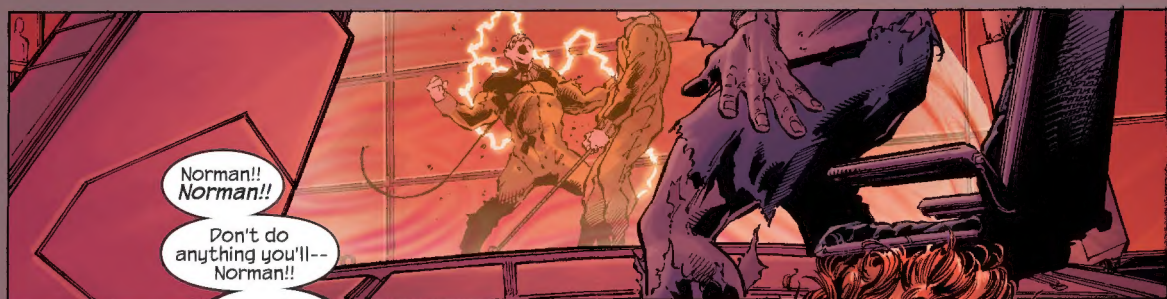
Norman, you seem to be under the impression that I have a secret agenda.

I'm here to help you figure out *how* you got here-- *why* you needed to destroy yourself the way you have.









Norman!!  
Norman!!

Don't do  
anything you'll--  
Norman!!

Norman!!!

What you've  
done to me!!  
What you

**AAAGGGH!!**

Trank  
'im!!



**AAIEEE!!**

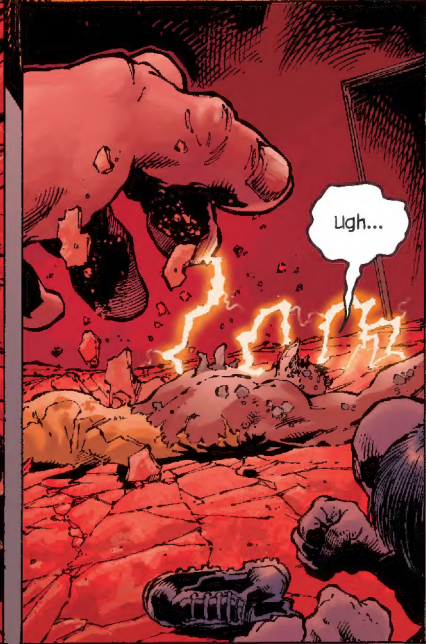
SPUNK  
SPUNK  
SPUNK



**AAAGGGRRGGH!!**

**WHAM**

SPUNK  
SPUNK  
SPUNK



Ugh...



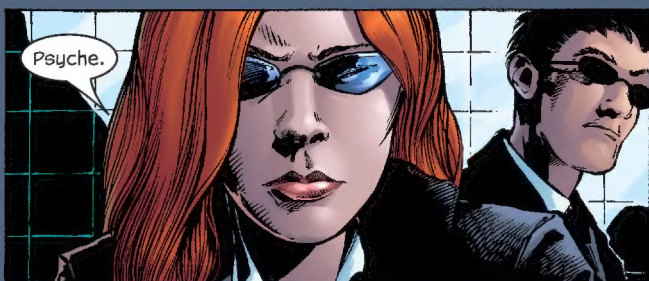
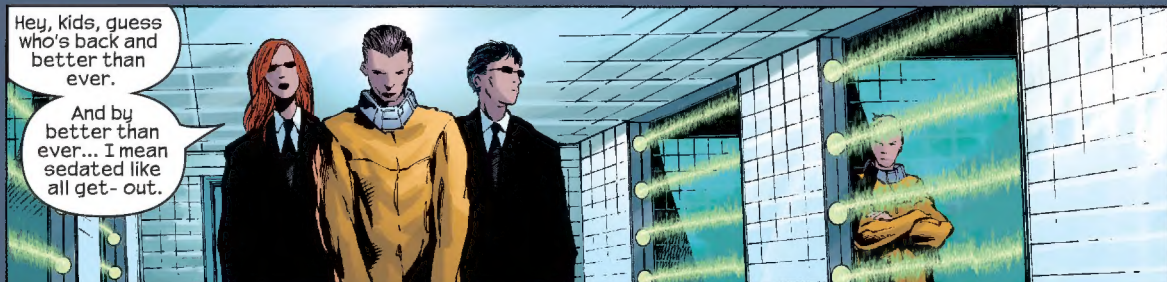


Well...

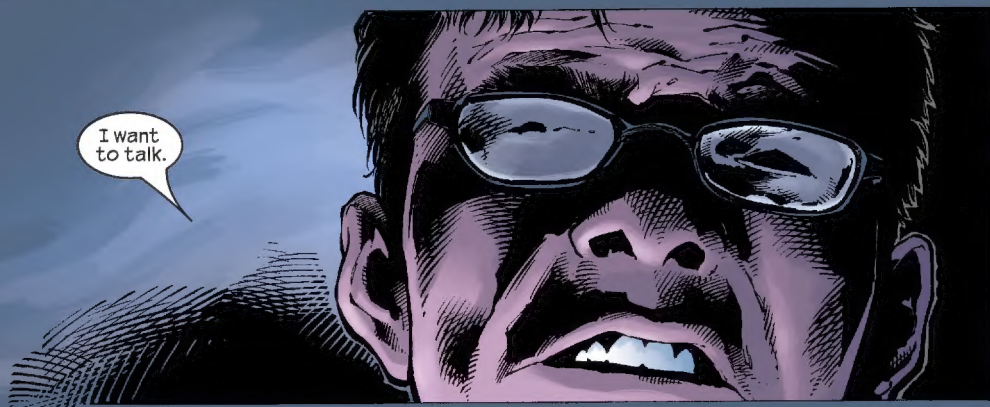
...at least  
we know  
the system  
works.



Six weeks later...











Whatever you want from me-- *whatever* you want from me, you have it.



Why the sudden change of heart, Doctor Octavius?



Seeing that-- seeing what Norman Osborn had *done* to himself.

I-- I had no idea.

And that was the same accident that ruined *my* life?

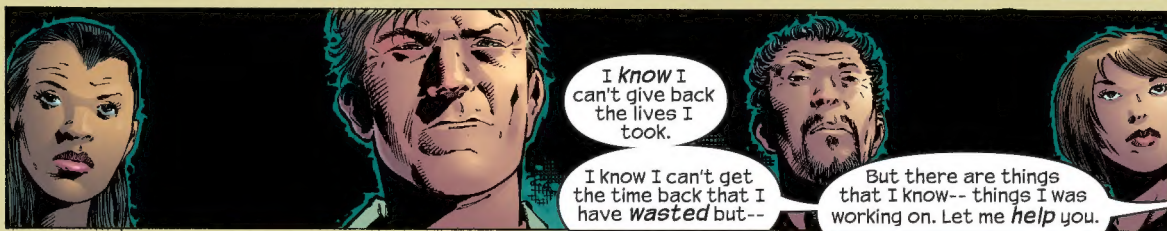
I *have* to turn this around.

I have-- I have to do something of *value* in this world before I die.

I have to *contribute*. I am a man of science.

A man of science. I'm not some-- I'm not some--

Please, please...



I *know* I can't give back the lives I took.

I know I can't get the time back that I have *wasted* but--

But there are things that I know-- things I was working on. Let me *help* you.



I don't even have my metal arms anymore. You removed them. They're gone.

I don't have any powers.

I just-- that's what you want from us, right? You want help.

I want to.

I want to help.

Let me help.



We'll get back to you.



## THE TRISKELION

Headquarters and home of The Ultimates, the U.S. sanctioned superhuman task force created by Nick Fury and S.H.I.E.L.D.

What is this?

Bento.

Is there anything else to eat?

Who isn't here?

Tony.

He's on his way.

Boys and girls, the footage you are about to see is top secret. Classified.

As opposed to all the things you show us that *aren't* top secret--classified?







This is  
footage of  
Doctor Otto  
Octavius...

The kids  
call him Doctor  
Octopus.

Tesk-- What  
is wrong with  
that man?



Well, this *is*  
old footage,  
Janet.

But it's  
something I  
thought the  
entire team  
of Ultimates  
should see.

The Doctor  
here has since  
been incarcerated  
in a S.H.I.E.L.D.  
facility.

And, for  
the record, we have  
surgically removed his  
more cumbersome arms.





This guy-- I swear to God-- this guy Octavius was a genius.

I wrote one of my Doctorates on this man's work.

Worshipped the guy.



Speaking of your taste in men...

Our Doctor Pym here has been spending his free time working at the facility where we house these illegal genetics.

I know seeing Henry here, since he left the team, is a bit jarring. I hope we can keep things civil and professional and listen to what the man has to say.



Is this the same lockup we brought Kraven the Hunter to?

Yes.

How many of these meatballs do you have locked up in there?

Just a handful. But it's a hell of a handful.



Fact of-- um-- fact of the matter is that each of the men we have in this particular lockup...

(And it's all high security. Highest security.)

...each of the men has *purposely* turned themselves, or paid to have someone turn them into a unique, genetic mutation unlike *anything* anyone has ever seen before.

Each one, in *my* opinion, is a complete failed attempt at superhuman genetic manipulation.

As opposed to us?

In-- yeah-- in my free time, I have been trying to analyze the psychological effects that these genetic manipulations have had on each one of them.

I've--I've been trying group therapy sessions-- as it has been found useful for patients with schizoid, histrionic and antisocial personality disorders.

These patients tend to act out their fantasies, and pressure from peers in group treatment can motivate them to--

So now you're a psychologist?

No.

I am working with the S.H.I.E.L.D. Genetics team to find a way to permanently stabilize their systems-- then they can be tried and jailed for their crimes.

But that, as you know, is a time-consuming, trial and error endeavor.

In the *meantime*, though, while we *have* them in custody--

--we have a unique opportunity to analyze them.

We certainly would never *purposely* create monsters like these, but as long as we *have* them.

No, you're right.

So, the point of all this is to tell you all that "Doctor Octopus" has come forward and offered his cooperation to S.H.I.E.L.D. doctors. His expertise.

No trade, no deal.

He says he has had an epiphany.


He wants to help out. Contribute to the world.

So...

What do you guys think?


Why are you asking us?





Because if anything goes *wrong* with this, it's *you* guys that are going to get called in to kick butt and clean up.


Thought it only *fair* to discuss it first.



These-- yeah-- these are dangerous and disturbed men.

And we have them in close quarters for examination.


But there is a lot of conjecture involved in-- in--



And though, yes, I do agree with Doctor Pym that there is a lot to learn from them in this situation...


...there's also a lot of x-factor involved with this particular lockdown scenario.

It's dicey.



And, between us and the walls, it does skate the edge of S.H.I.E.L.D. jurisdiction.

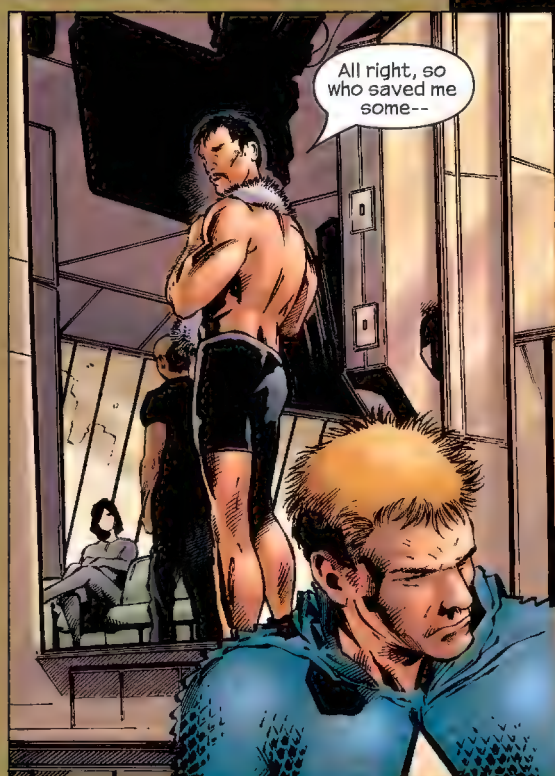
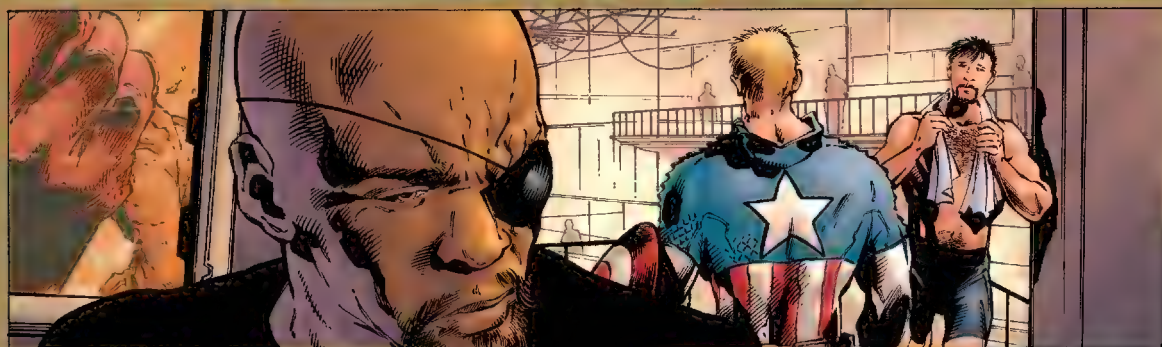
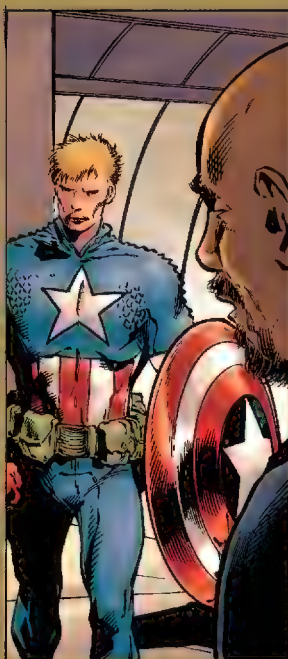
(If you get me?)



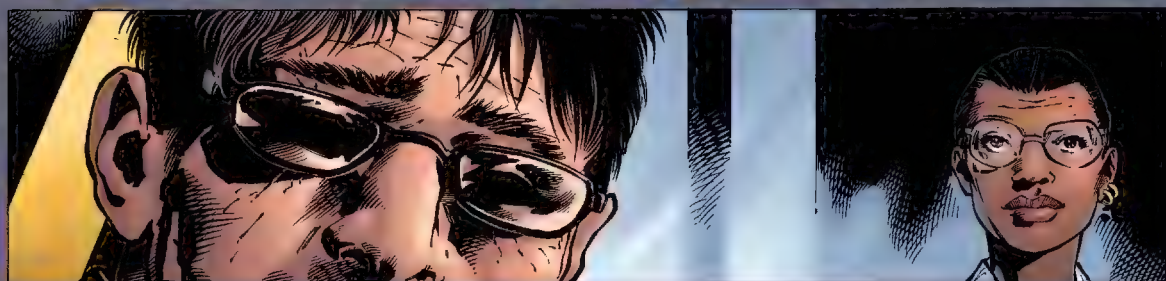
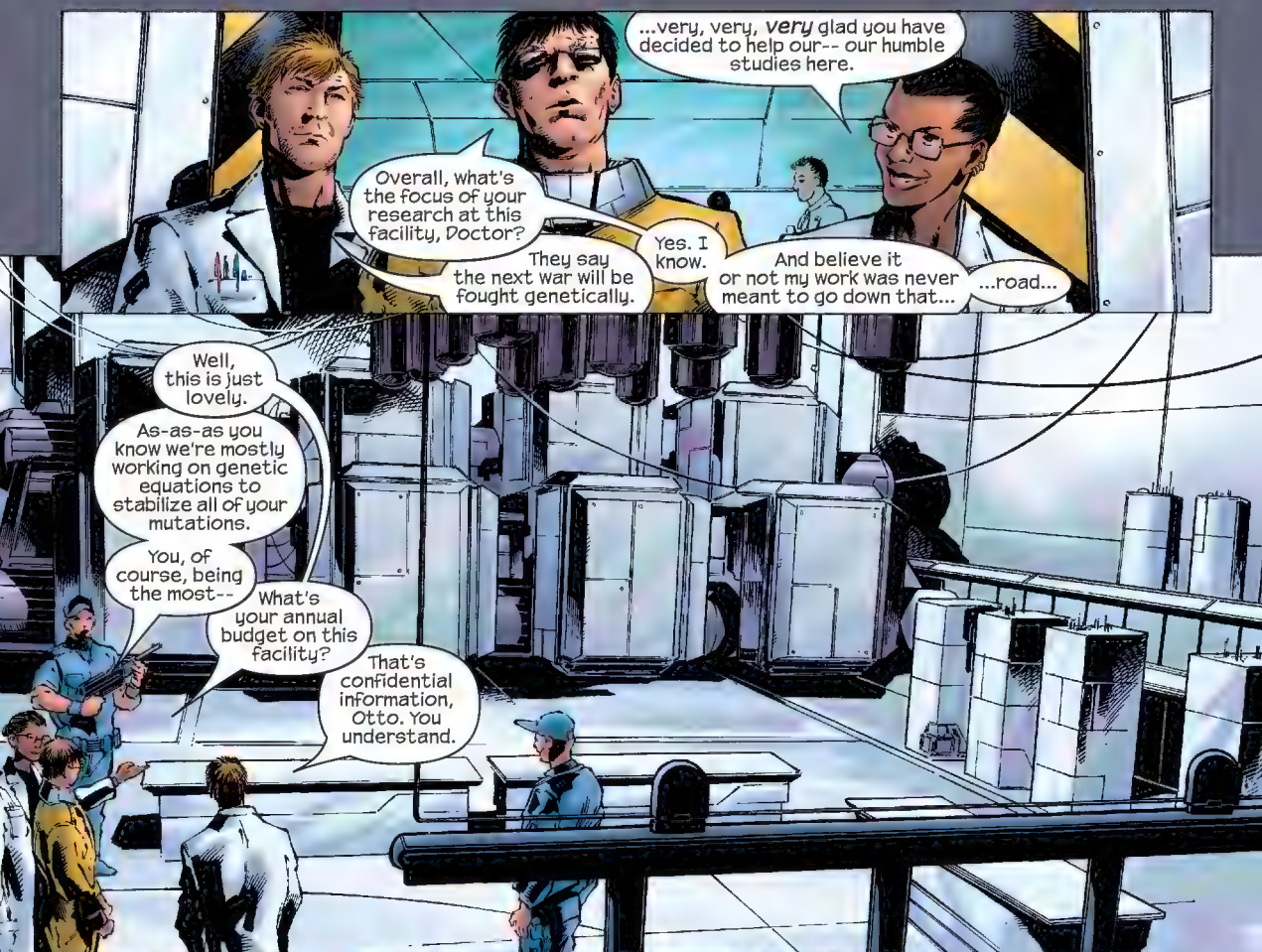
Are any of these palookas the way they are... because of super soldier experiments *you* commissioned in an attempt to repeat the experiment that made me Captain America?



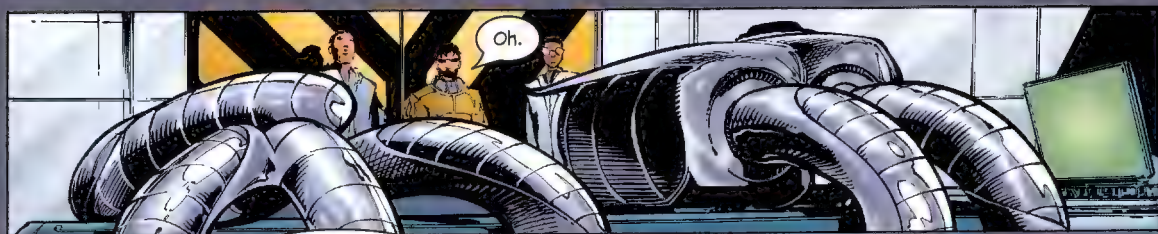












Yes. We're all just so impressed with the design and the maturity of the apparatus.

We had read about it-- but to see it-- to actually see it in *person* is just so--

...it's going to revolutionize high risk lab work-- not to mention the *possibilities* it will open up for the handicapped.



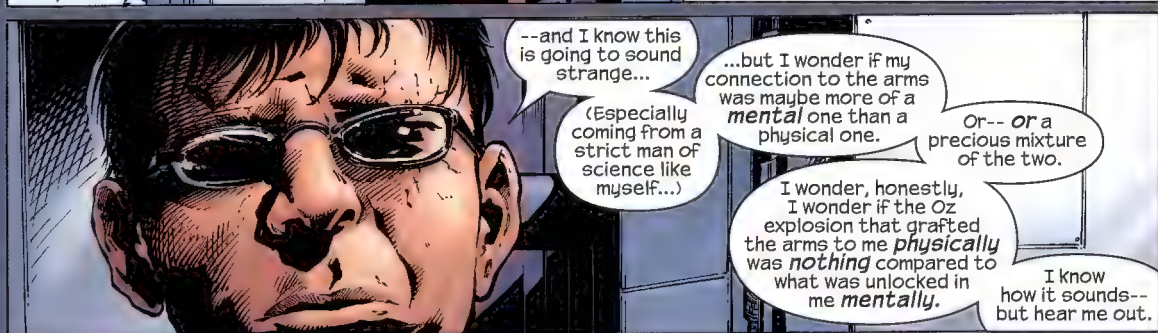
But, as you well can imagine, we have so many questions as to how the arms adhered to your nervous system so *completely*.

The doctors who removed it said--

Yes, yes. I had those very same questions.

At first I thought-- I thought the recognition cyon chips I installed in the framework had somehow been damaged in the accident...

...and that was where the connection was coming from... but now I'm convinced that--



--and I know this is going to sound strange...

(Especially coming from a strict man of science like myself...)

...but I wonder if my connection to the arms was maybe more of a *mental* one than a physical one.

Or-- or a precious mixture of the two.

I wonder, honestly, I wonder if the Oz explosion that grafted the arms to me *physically* was *nothing* compared to what was unlocked in me *mentally*.

I know how it sounds-- but hear me out.



I wonder if the Oz formula somehow kicked open some latent mental abilities in me.

Maybe I always had some sort of psychic abilities.

Maybe I'm a low-grade mutant of some sort and the explosion just shook me up enough to set them free--

--or maybe I needed a perfect conduit and the *arms* were it.

Because, here's the thing, I can *hear* them.

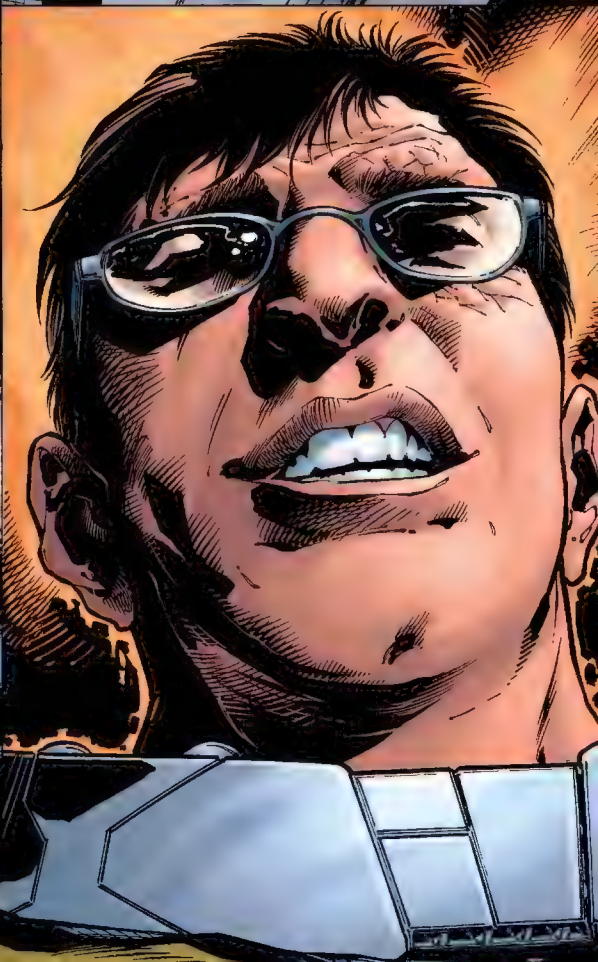


Not *calling* to me or anything crazy like that.

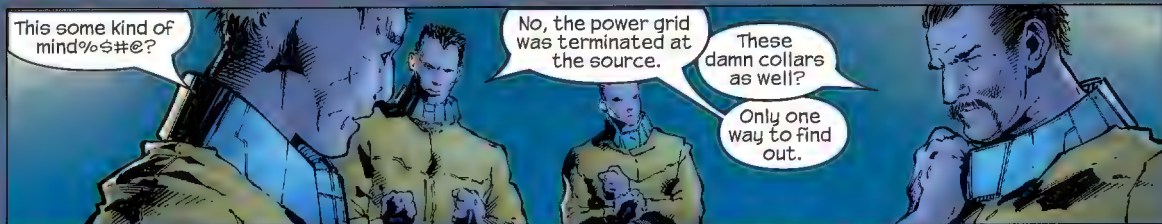
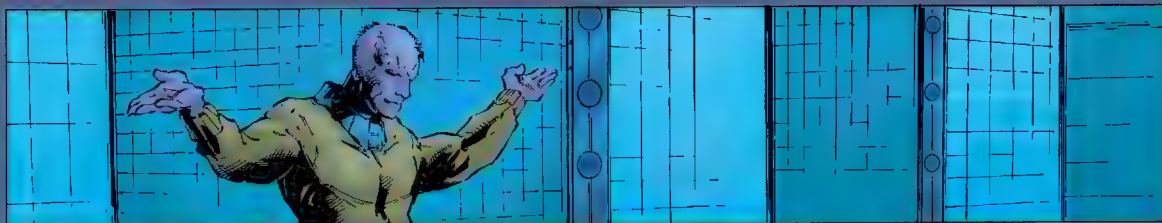
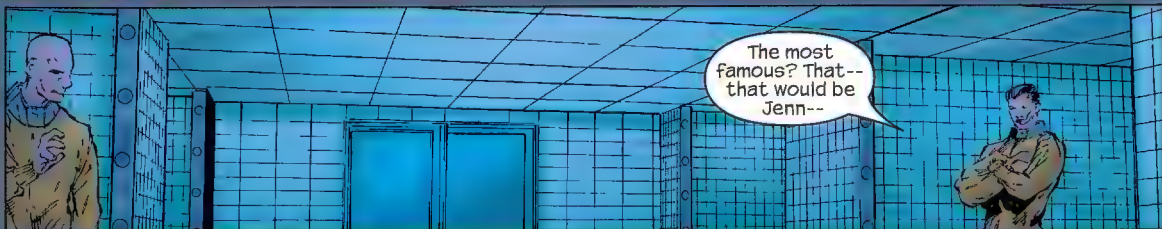
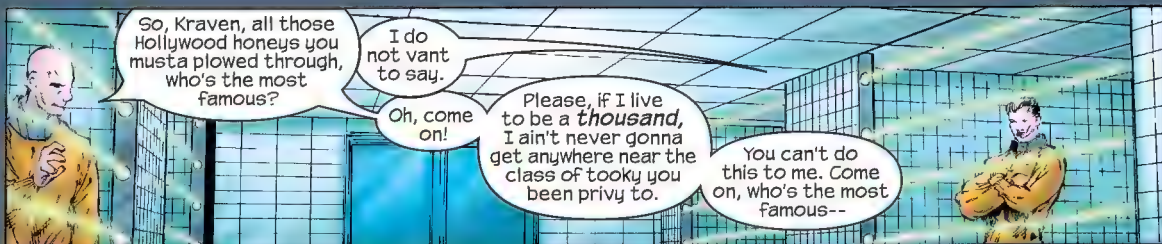
Not *calling* to me.

I know it sounds silly, it's just very hard for someone like me to explain...

















Do  
me. Do  
mine.



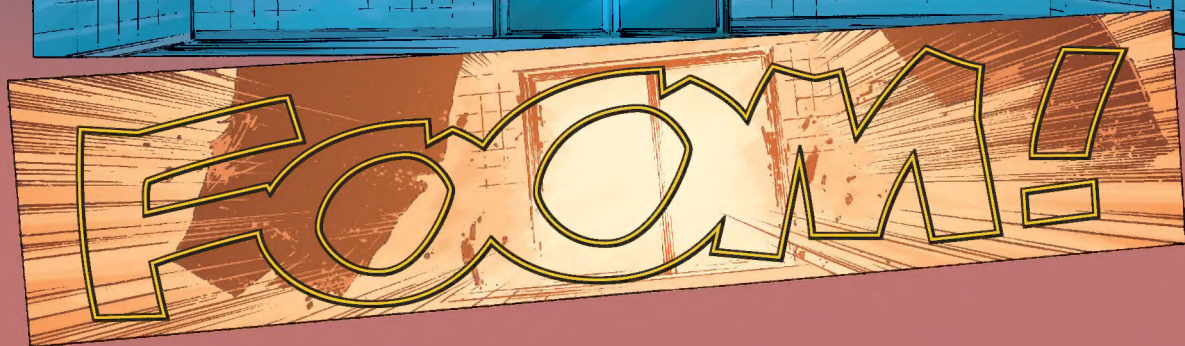
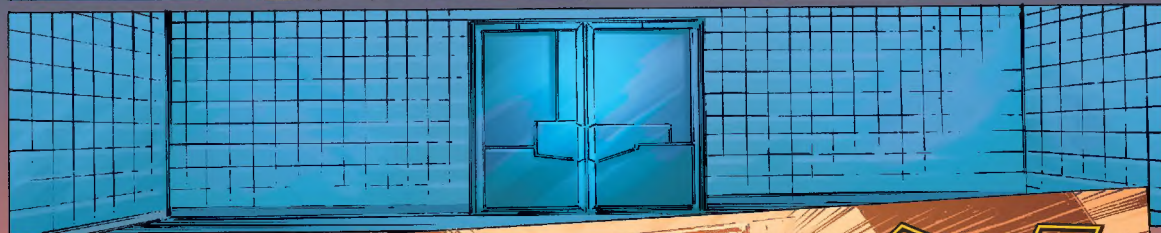
Ah!  
Careful!



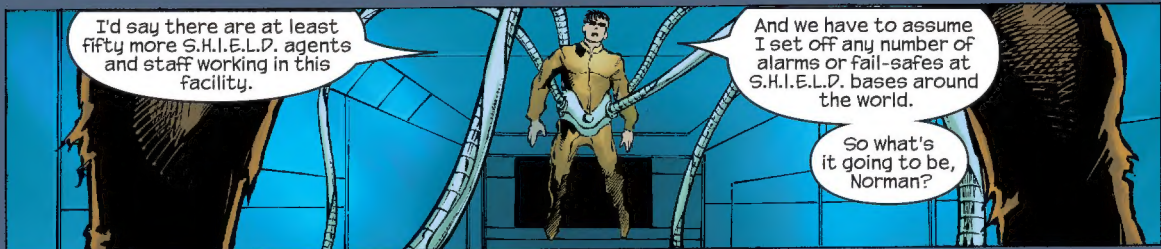
Your turn,  
Sandman-  
dude.

No! No, don't  
do mine yet. My  
powers, my sand.

I can't--  
I can't always  
control it.



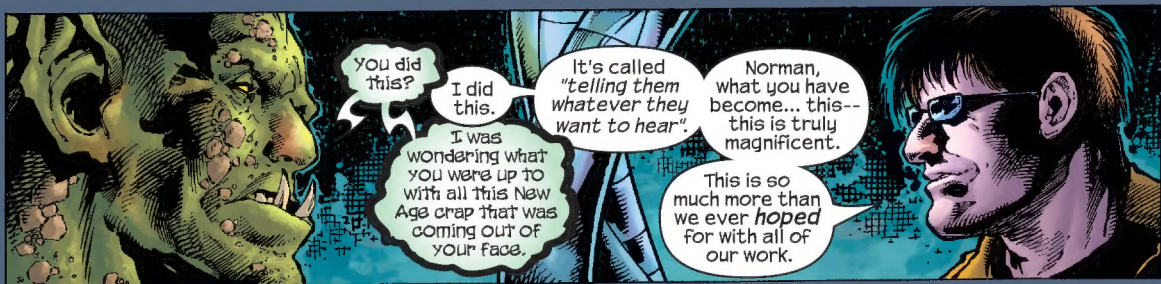




I'd say there are at least fifty more S.H.I.E.L.D. agents and staff working in this facility.

And we have to assume I set off any number of alarms or fail-safes at S.H.I.E.L.D. bases around the world.

So what's it going to be, Norman?



you did this?

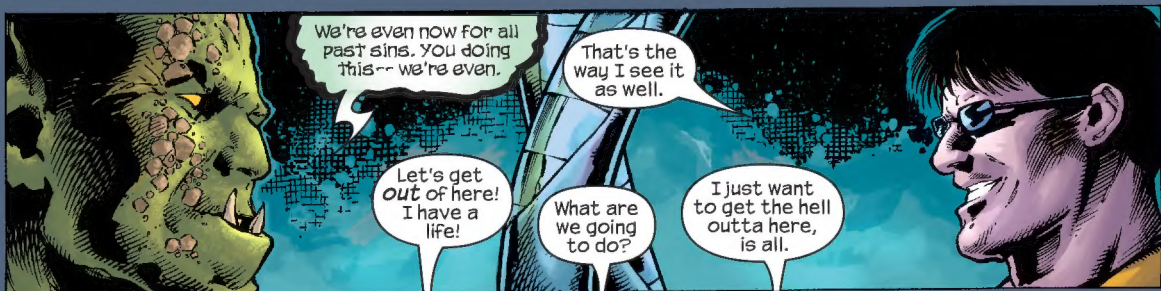
I did this.

I was wondering what you were up to with all this New Age crap that was coming out of your face.

It's called "telling them whatever they want to hear"

Norman, what you have become... this-- this is truly magnificent.

This is so much more than we ever *hoped* for with all of our work.



We're even now for all past sins. You doing this-- we're even.

That's the way I see it as well.

Let's get out of here! I have a life!

What are we going to do?

I just want to get the hell outta here, is all.



you gentlemen can do whatever you want.

I'm going to get my boy and then I am going to destroy Nick Fury for what he has done to us.

And I mean **destroy** him-- on every level.

you're more than welcome to help-- and I guarantee you compensation for your efforts-- along with the satisfaction of revenge upon our jailer.



Your boy? Where is he? Where are they keeping Harry?

What are you talking about?



My boy's name is Peter.



"Peter  
makes six."

To be continued...